F980000070/5 TRANSMITTAL LETTER

To: Qualification/Tax Lien Section Division of Corporations	
	SITIES CORPORATION
(Name of co	orporation - must include suffix)
Dear Sir or Madam:	
The enclosed "Application by Foreign Corpora "Certificate of Existence", and check are submittransact business in Florida.	tion for Authorization to Transact Business in Florida", itted to register the above referenced foreign corporation to
Please return all correspondence concerning this	-
R. GAETA CO	MPLIANCE DEPT. 400002721664—3 Name of Person)
	Name of Person) 12/24/98-01023-006
CARLUA ED SIT	************************************
	Firm/Company)
_ 12+0 Hoenus	OF The AMERICAS 12th FL. (Address) New York 10070 City/State/Zip)
	(Audiess)
New York	New York 10020
(City/State/Zfp)
Should you need to call someone concerning th	is matter, please call:
Robert GARIA at (2	(Area Code & Daytime Telephone Number)
(Name of Person)	(Area Code & Daytime Telephone Number)
STREET ADDRESS:	MAILING ADDRESS. XC (4)20 > 390
Qualification/Tax Lien Section	
Division of Corporations	Qualification/Tax Lien Section
409 E. Gaines St.	P.O. Box 6327
Tallahassee, FL 32399	Tallahassee, FL 32314
Enclosed is a check for the following amount:	
□ \$70.00 Filing Fee □ \$78.75 Filing Fee & Certificate of State	S

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. CARLIN EQUITIES CORR (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) (Duration: Year corp. will cease to exist of perpetual (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) corporation authorized in home state or country to be carried out in state of Florids) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Office Address: 10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names a	nd addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)
A. DIRECT	ORS (Street address only - P.O. Box NOT acceptable)
Chairman: _	Ronald H. Shear
Address:	1270 Ave. of The Americas, 12th FL.
	1270 Ave. of the Americas, 12th FL. N.Y., N.Y. 10020
Vice Chairma	m: Mayer Offman
	Same
Director:	
Director:	
	RS (Street address only - P.O. Box NOT acceptable)
	Ronald H. Shear
Address:	1270 Ave. OF the Americas, 12th FL
	N.Y., N.Y. 10020
Vice President	: Mayer Offman
Address:	Same
<u> </u>	
Secretary:	Salvature Risi
Address:	Salvature Risi Same
Treasurer:	
Address:	
? } % =	
NOTE: If new	cessary, you may attach an addendum to the application listing additional officers and/or directors.
.3.	X IIII additional officers and/or directors.
<u></u>	(Signature of Chairman, or any officer listed in number 12 of the application)
4	TONALD SHEAR, PRES. (Typed or printed name and capacity of person signing application)
	(Typed or printed name and capacity of person signing application)

State of New York Department of State

I hereby certify, that the certificate of incorporation of CARLIN EQUITIES CORP. was filed on 11/30/1988, under the name of INVESTORS OPTION COMPANY, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment INVESTORS OPTION COMPANY, INC., changing name to CARLIN EQUITIES CORP., was filed 08/12/1993.

The Biennial Statement is past due.

Witness my hand and the official seal of the Department of State at the City Of Albany, this 08th day of December one thousand nine hundred and minety-eight.

puty Secretary of State

199812090268 51